BOARD OF TRUSTEES FINCH UNIVERSITY OF HEALTH SCIENCES/ THE CHICAGO MEDICAL SCHOOL

November 14, 2002 NORTH CHICAGO, IL 4:00 P.M.

I. The Annual Meeting of the Board of Trustees of the Finch University of Health Sciences/The Chicago Medical School was held on November 14, 2002, at 3333 Green Bay Road, North Chicago, Illinois. The meeting was called to order by the Chairman.

PRESENT:

1

Marshall A. Falk, MD
Martin L. Gecht, MD
Richard A. Hawkins, PhD
Donald P. Horwitz
Jacob Kiferbaum
Cheryl Kraff-Cooper, MD
Stuart P. Levine
Ruth M. Rothstein
Herbert Sohn, MD, JD
Herbert Tetenbaum, MD (by phone)
Robert J. Weinstein, MD

ALSO PRESENT:

Charles Barsano, MD, PhD Nancy W. Garn, MS Daniel J. Morissette, MBA Wendy Rheault, PhD Lorraine F. Scott

II. Action of Minutes of Previous Meeting.

ACTION: Upon the motion duly made and seconded, the Board of Trustees approved the Minutes of September 12, 2002.

III. Reports:

A. President

Dr. Hawkins reported very little has changed since the last meeting. The new Health Sciences Building was completed in early August. The faculty, students and staff from The William M. Scholl College of Podiatric Medicine have all moved into the new facility. The Foundation for Podiatric Education (FFPE) received notice that all milestones have been met. FFPE has 30-days to respond if there is any objection; otherwise, we move to closing.

2

B. Executive Vice President

Mrs. Garn reported the groundbreaking ceremony for the new student housing facility took place today at 3:30 p.m. Board members, administration, faculty, staff and Mayor Bette Thomas of North Chicago all participated.

The dedication of the Dr. Daniel M. and Mary Ann Solomon Learning Resource Center and Robert H. Borkenhagen, MD Computer Lab was held on October 26, 2002.

The University's Year in Review was mailed in October. A special issue of Communique introducing our new President and Chief Executive Officer, Dr. K. Michael Welch was mailed in November.

In October, the Scholl Family Foundation visited and toured the University.

The 22nd Alumni Homecoming Weekend was held at The Westin (Michigan Avenue) Hotel, October 25-27, 2002. On Saturday evening, the alumni were transported by bus to North Chicago to participate in the Gala Opening Celebration of the new Health Sciences Building. Almost 1,000 guests attended the festivities.

As of September 30th, Ms. Kathy Peterson assumed the position of Director of Communications. Mrs. Garn described the duties of Director of Communications and asked the Board members to utilize the services of this department for any announcements that they may wish to publicize.

C. Dean - Medical School

Dr. Barsano reported the administration of St. Anthony Hospital has approved our proposal to establish a programmatic affiliation for third year clerkships in Pediatrics. Dr. Barsano will be arranging meetings between the Pediatrics staff of the hospital and the Pediatrics faculty of the Medical School to address the next level of programmatic affiliation matters.

As of November 2, 2002, Mr. Al Pate, Medical Center Director at the NCVA, retired. Mr. Pate was in this position over twelve years.

3

Three of our medical students spent the summer in China. President Chen of Taizhou Hospital in Linhai, China, sent a letter to the University, expressing his hope that more of our students might visit his hospital in the future. These students spent one month rotating through various clinical departments at the hospital and contributed much to improving the English of hospital staff members. President Chen wrote that he hopes his hospital and CMS would establish a friendship in which our students and faculty would be welcome to visit his hospital for rotations and to give lectures.

The Search Committee for a Chairman of the Department of Pediatrics has submitted the name of one recommended candidate for the position. The candidate, who practices at Lutheran General Hospital, does not wish to have his identity announced at this early stage, but appears to be qualified.

Lutheran General Hospital's search for a Chairman of Medicine is close to complete. The new Chairman will be named an Associate Chair of CMS Department of Medicine.

The LCME Secretarial Site visit took place on November 5, 2002. Topics of interest for the day included Governance, Class Size, the new Health Sciences Building, the use of Christ Hospital as a teaching site, and Student Debt.

Preparations are also being made for the full LCME survey visit on September 21-24, 2003. A large database is being assembled, which is part of the Institutional Self-study. The data base includes questions in five major categories: Institutional Setting, Educational Program, Medical Students, Faculty and Educational Resources. This database should be complete by the end of this calendar year. Dr. Barsano has appointed committees to do the Self-study once the database is complete. The chairs of these committees and other senior faculty and administrators will make up the overall Self-study Task Force. Dr. Hansen will chair the task force.

The Office of Educational Affairs is participating with SRHS on two efforts to strengthen recruitment of students. Dr. Hansen is working with

the Office of Admissions and Dr. Rheault and her department chairs to smooth the interface between applicants and programs. In addition, a similar group is exploring approaches to marketing the "brand identity for SRHS and the University that might aid in recruitment.

In the Office of Student Affairs, special programs are offered to assist students as they progress through their academic schedules.

The Class of 2003 is interviewing for residency programs and are traveling to various locations across the United States. The AAMC Electronic Residency Application Service (ERAS) has enabled seniors to complete applications in an efficient and timely manner. Medical Student Performance Evaluations (MSPE's; formerly, Dean's Letters) were released for seniors on November 1, 2002 by the AAMC. Match results for "early match" positions will be available in January 2003. Interest in primary care specialties continues to be lower than usual, while applications are up for Anesthesiology, Orthopaedic Surgery, Physical Medicine and Rehabilitation, Diagnostic Radiology and Emergency Medicine.

Workshops on "Strategies for Successful Interviewing" were held in the months of October and November to assist seniors with their residency application and interviewing techniques. Over fifty-percent of the seniors were able to participate in the workshops held at CMS and sponsored by the Office of Student Affairs.

The Class of 2004 Career Day I is scheduled for November 15th. Following opening comments by Dr. Barsano, 3rd year medical students will attend three sessions with clinical faculty to learn about different medical specialties. The afternoon session provides information about planning for the senior year and making informed decisions about career options. This year, with the help of the Dean's Office, a Residency Fair highlighting our affiliated hospitals was held in conjunction with Career Day I.

Student leaders, including class officers and student council members will participate in a leadership workshop in November. Policies and procedures for organizing group meetings and planning student activities and programs were discussed. The program also included an interactive session on "Successful Leadership Styles".

BOARD OF GOVERNORS November 14, 2002

5

Six recent CMS graduates will be on campus as guest presenters for the Careers in Medicine program, sponsored by OSA. These graduates are presently practicing clinical medicine in the Chicagoland area and will discuss their specialty and the pros and cons of being in medicine in today's climate. The program is intended for M1 and M2 medical students. The specialties represented include Internal Medicine, Emergency Medicine, Pediatrics, Family Medicine, Ob/Gyn and Surgery.

Students interested in learning about summer research and job opportunities will meet in December. Information on a variety of programs that are offered across the country as well as information on the FUHS/CMS summer research fellowships will be discussed. Many M1 and AP students take advantage of these opportunities.

D. Dean - Graduate School

In the absence of Dr. Nair, Dr. Hawkins reported the American Psychological Association's Committee on Accreditation informed the school that an evaluation site visit is scheduled for December 9-10, 2002. The Doctoral Program in Clinical Psychology was started in 1977 and has received continued APA Accreditation, following the subsequent periodic evaluations. A favorable outcome, following the forthcoming evaluation, is expected.

The program was last evaluated in 1997-98 and some significant changes since then are:

- -- Increase in student fellowships, both in the number and amount awarded. The number of students supported from faculty research grants increased 3-4 fold (from 4 to 15) and the dollar amount contributed increased 4-fold (from \$30,000 to \$120,000). There was also more than a 5-fold increase in the dollar amount directly received by students through competitive national awards (from \$20,000 \$100,000).
- -- Increase in the number of faculty (one full-time and two part-time) through joint recruitment and shared resources.
- -- Over a 5-fold increase in: Extramural grant support generated by faculty (from \$140,000 to over \$746,000).

Overall, the academic programs are doing well.

6

Frank J. White, PhD, Professor and Chairman, Department of Cellular and Molecular Pharmacology, received a MERIT Award (Method to Extend Research in Time. This is a prestigious award, which provides long-term stable support to superior investigators "to foster continued creativity and lessen administrative burdens associated with preparation and submission of regular research grant applications." The principal feature of the MERIT Award is the opportunity for the

selected investigators to gain up to ten years of grant support in two segments. Dr. White is an established investigator in the field of drug addiction and the grant is specifically for his work entitled, 'Cocaine and Mesolimbic Dopamine Electrophysiology."

The Public Health Security and Bioterrorism Preparedness and Response Act enacted after September 11th, puts additional administrative burden on research facilities. Congress has mandated that all research facilities take inventory of all chemicals and biologicals in the institution to verify whether or not the "select agents" identified in the list prepared by the Secretary of DHHS are in our facility. Notification of possession is required by completion of the approved forms. Currently, we are spending a lot of time to meet the deadlines mandated by Congress.

Research grants were awarded to: William Frost, PhD, Department of Cell Biology and Anatomy; Raul Gazmuri, MD, Department of Medicine; Judith Potashkin, PhD, John Calamari, PhD and Francis J. White, PhD, Department of Cellular and Molecular Pharmacology.

E. Dean - School of Related Health Sciences

Dr. Rheault reported the Department of Physical Therapy had their on-site visit for accreditation September 30th through October 2nd. The oral report was outstanding. The President and Board of Trustees were commended for "their support and foresight in providing a building designed to foster interdepartmental collegiality and academic excellence". The on-site evaluators described our PT graduates as superior, self-confident, creative, evidence-based practitioners who were functioning at a "cut-above" other graduates. The site team concluded the report by saying: "In sum, the quality of this educational program is superb. The faculty has succeeded in creating and implementing a first rate curriculum that truly meets its goals: to produce quality physical therapy practitioners with the clinical doctorate that contribute to the profession in ways that will be responsive to the changing needs of patients and the profession in this new millennium." The

7

written self-study along with the report from the on-site evaluators will go to the Commission on Accreditation in Physical Therapy Education, who will make a decision on accreditation at their next meting in April 2003.

Fifty out of Fifty-three physician assistant grads from 2002 have completed their board exams with a 100% pass rate. The test-taking window closes in

December for 2002 PA graduates, so the remaining student scores should be available after that date. Thirty-two of the thirty-four physical therapy graduates from 2002 have taken the PT board exam and only one-person failed giving a first time pass rate of 97%. The pass rates for PA and PT graduates from Finch are much higher than the national averages.

Dr. Virginia Hammarlund from the Department of Nutrition, along with faculty in the Departments of Pediatrics and Psychology have submitted two grants related to obesity in children, one to NIH and another to USDA. She has given presentations related to obesity, metabolic syndrome, type 2 diabetes and cardiovascular disease in Minnesota, New York, Montana and Ohio.

Drs. Salloway, Shuran, Rheault and Ms. Cheung from the departments of Nutrition, Healthcare Management and Physical Therapy are presenting papers at the Teaching Online in Higher Education (TOHE) Conference on November 12-14 on various aspects of online teaching, including teaching statistics online, technology as a tool, student support services and innovative teaching strategies. As our distance programs are support services and innovative teaching strategies. As SRHS' distance programs are developing, we are becoming recognized as experts in the online education community.

The 7th Annual Student Alumni Golf Outing, which was held in October was a success. Over sixty golfers participated. Proceeds will be donated to the Pittsburgh-Marquette Challenge, which raises funds for research in physical therapy. Most PT programs in the US participate in this event. Last year, the students from the Department of Physical Therapy at Finch University placed second in the country and were honored at the national Physical Therapy conference.

As part of their HealthReach Community Service Grant, the departments of Physician Assistant and Clinical Laboratory Sciences have agreed to provide physicals, immunizations and lab work to children enrolled in the Head Start Program of Lake County. The PA department will provide the physical

8

exams and immunizations and students from the department of Clinical Lab Sciences will complete the Lab work. SOL, the Latin American interest group at the Medical School is providing medical students who speak Spanish to interpret for us at the clinic. This is another example of the interdisciplinary cooperation between departments and schools in our outreach activities.

Faculty from SRHS remain active and visible in their respective professional associations:

Lillian Mundt, President Elect Chicago Society for Clinical Laboratory Sciences

Janet DeRobertis, Board of Trustees Education and Research Fund for National Clinical Laboratory Sciences Group

Donna Frownfelter, National PT Liaison American College of Chest Physicians

Patrick Knott, Board of Directors and Treasurer Asociation of PA Programs and Chair/Finance Committee

Dawn LaBarbara, Officer Northeastern Illinois Chapter of Illinois Academy of PAs

SRHS has established a Marketing and Recruitment Committee. The purpose of this committee is to develop strategies that can be successfully implemented to increase the quality and quantity of students in the programs in SRHS. Faculty from the Medical School and Scholl School of Podiatric Medicine, as well as the new Director of Communications and Mr. Morissette have agreed to serve on the committee.

F. Education & Curriculum Committee

Dr. Tetenbaum reported the committee met prior to the Board Meeting and reviewed faculty appointments and promotions in The Chicago Medical School, Graduate School and School of Related Health Sciences.

9

School of Medicine

Richard K. Lewis, MD

To: Assistant Professor of Clinical

Psychiatry (Affiliate)

Psychiatry & Behavioral Science

FT-NCVA

Edward Magid, MD

To: Clinical Assistant Professor of

Medicine, VOL

Joseph P. Orgel, PhD

To: Research Assistant Professor

Biochemistry & Molecular Biology

FT-grant

Brian N. Rubenstein, MD

To: Clinical Assistant Professor of

Medicine, VOL

Ligaya V. Marasigan, MD

From: Instructor of Clinical Ob/Gyn

To: Clinical Assistant Professor of

OB/GYN, VOL

Lisa Ebihara, MD, PhD

From: Associate Professor

To: Associate Professor w/tenure Physiology & Biophysics

FT-CMS

Gloria E. Meredith, PhD

From: Professor

To: Professor w/tenure

Cellular & Molecular Pharmacology, FT-CMS

Graduate School

Lakshmi Gollapudi, PhD

To: Adjunct Assistant Professor

Cell Biology & Anatomy, VOL

Paul Levan, PhD

To: Clinical Assistant Professor

Medical Radiation Physics, VOL

Related Health Sciences

No appointments or promotions.

ACTION: Upon the motion duly made, seconded and carried, the Board of Trustees approved the above listed appointments and promotions in The Chicago Medical School and School of Graduate and Postdoctoral Studies.

THE GENERAL SESSION ADJOURNED AT 4:35 P.M., AT WHICH TIME THE EXECUTIVE SESSION COMMENCED.

G. Audit/Finance Committee

Dr. Weinstein reported the certified audit report from AM&G shows that the University is in an excellent financial position and everything is being handled properly.

The University will soon have up to \$58,000,000 in tax exempt bonds (expected to be \$57,500,000) sold with a variable interest rate, currently one to two percent. As a result of this, the University will have funded the approved Student Housing project, the completed Health Sciences Building, FF&E and future FF&E, as well as interest, issuance costs and other related items. This amount includes refunding the existing \$30,000,000 in bonds issued December 31, 2001, thus the additional net borrowing is up to \$28,000,000. The Real Estate Committee discussed and approved the plan of financing.

Mr. Morissete requested approval of the distributed OMB Circular A-133 report for June 30, 2002.

ACTION: Upon the motion duly made, seconded and carried, the Board of Trustees approved the OMB Circular A-133 June 30, 2002 Audit Report from Altschuler, Melvoin and Glasser LLP.

Mr. Morissette reported the September 30th Financial Report and related comments were mailed with the Agenda Books.

ACTION: Upon the motion duly made, seconded and carried, the Board of Trustees approved the September 30, 2002 Financial Report.

Mr. Morissette distributed a resolution related to bond financing for Board approval (made part of these minutes).

ACTION: Upon the motion duly made, seconded and carried, the Board of Trustees approved the resolution to adopt a financing plan in which the University would issue up to \$58,000,000 in tax-exempt bonds through the Illinois Health Facilities Authority (Variable Rate Demand Revenue Bonds, Series 2002).

Mr. Morissette commented that acceptance of the June 30, 2002 Audited Financial Statements that were presented to the Board in September was not reflected in the Minutes of September 12, 2002.

ACTION: Upon the motion duly made, seconded and carried, the Board of Trustees approved the June 30, 2002 Audited Financial

Statements that were presented at the September 12, 2002 Board Meeting.

Mr. Horwitz stated that the Audit Committee and Finance Committee may ultimately need to be separate and independent of each other.

H. Report on Legal Matters

Dr. Sohn reviewed the status of the FUHS/CMS litigation matters listed on Pages 46 through 49 of the Agenda Book.

I. Development & Planning Committee

No report

J. Real Estate Committee

Mr. Levine reported the Medical District is ready to take down the 2020 building. Mr. Kiferbaum is helping us to decide what to do with the property. Kiferbaum Construction did a study, which can be used as a marketing tool for developers.

As far as the Scholl property is concerned, Mr. Morissette has received many calls about the sale of the building. Mr. Morissette has been instructed to inform the callers that at such a time when the University owns the property, we will then decide what to do with the space. Mr. Levine commented the University should receive approximately \$15,000,000 from the sale of the property. Until the final closing, the University cannot be actively involved in selling or developing the building.

K. Scholl Negotiations

Mr. Levine reported the second closing should happen in December. The hold up is that Scholl is waiting for a report from their consulting firm to let them know if Finch University has met all their requirements and conditions.

L. Chairman

Dr. Falk announced that Dr. Welch will be on the premises as President, as of Monday, December 2, 2002.

- IV. Old Business
 No report.
- V. New Business

No report.

VI. Adjournment

11,01.

There being no further business, the meeting was adjourned at 5:40 p.m.

Respectfully submitted,

Robert J. Weinstein, MD

Secretary

Lorraine F. Scott Assistant Secretary

Attachments:

Update/Pending Litigation, Financial Statements, Resolution